

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

VICE GROUP HOLDING INC., *et al.*

Debtors.¹

Chapter 11

Case No. 23-10738 (JPM)

(Joint Administration Requested)

**ORDER TO SHORTEN NOTICE TO CONSIDER DEBTORS' MOTION FOR
ENTRY OF AN ORDER (I) ESTABLISHING BIDDING, NOTICING, AND
ASSUMPTION AND ASSIGNMENT PROCEDURES, (II) AUTHORIZING AND
APPROVING THE DEBTORS' ENTRY INTO THE STALKING HORSE
AGREEMENT, (III) APPROVING THE SALE OF SUBSTANTIALLY ALL OF
THE DEBTORS' ASSETS AND (IV) GRANTING RELATED RELIEF**

Upon the motion (the "Motion")² of Vice Group Holding Inc. and its debtor affiliates, as debtors and debtors in possession (collectively, the "Debtors"), for entry of an order (this "Order") (a) shortening the notice period for entry of the Bidding Procedures Order, scheduling a hearing on May 26, 2023 at 10:00 a.m. (Eastern Time) (the "Proposed Hearing"), and requiring that objections to entry of the Bidding Procedures Order be filed and served by two calendar days before the Proposed Hearing on May 24, 2023 at 10:00 a.m. (Eastern Time), and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Vice Group Holding Inc. (4250); Vice Impact Inc. (9603); Vice Media LLC (5144); Villain LLC (3050); Boy Who Cried Author LLC (6199); Carrot Operations LLC (1596); Carrot Creative LLC (8652); Channel 271 Productions LLC (1637); Clifford Benski, Inc. (9387); Dana Made LLC (1065); Inverness Collective LLC (6542); JT Leroy Holding LLC (7555); PLDM Films LLC (5217); Project Change LLC (2758); R29 Pride, LLC (7011); R29 Productions, LLC (6344); Refinery 29 Inc. (7749); Valvi LLC (6110); Vice Content Development, LLC (5165); Vice Distribution LLC (5515); Vice Europe Holding Limited (N/A); Vice Europe Pulse Holding Limited (N/A); Vice Food LLC (1693); Vice Holding Inc. (2658); Vice International Holding, Inc. (5669); Vice Music Publishing LLC (3022); Vice Payroll LLC (6626); Vice Productions LLC (5399); Vice Project Services LLC (6473); Virtue Worldwide, LLC (7212); Visur LLC (9336); and VTV Productions LLC (6854). The location of the Debtors' service address for purposes of these chapter 11 cases is: 49 South 2nd Street, Brooklyn, NY 11249.

² Capitalized terms used, but not defined, in this Order shall have the meaning given such terms in the Motion.

Amended Standing Order of Reference from the United States District Court for the Southern District of New York dated January 31, 2012 (Preska, C.J.); and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Court may enter a final order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and the Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion was appropriate and no other notice need be provided; and the Court having reviewed the Motion, and having heard the statements in support of the relief requested therein at a hearing before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Motion and on the record at the Hearing establish just cause for the relief granted herein; and all objections to the Motion (if any) having been withdrawn or overruled; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent set forth herein.
2. The Proposed Hearing to consider entry of the Bidding Procedures Order shall be held in person on May 30, 2023, at 11:00 a.m. (Eastern Time), at Courtroom 501, Alexander Hamilton Custom House, One Bowling Green, New York, NY 10004.
3. The Debtors shall cause notice of the Proposed Hearing to be provided by causing a copy of this Order and the Bidding Procedures Motion via personal delivery, e-mail, fax, or

overnight mail upon entry of this Order, on (a) the parties listed on each of the Master Services List and the 2002 List, and (b) the affected entities with respect to the Bidding Procedures Motion.

4. Responses or objections to the Bidding Procedures Motion must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and shall be filed with the Court no later than May 26, 2023, at 4:00 p.m. (Eastern Time) (the “Objection Deadline”). Only those responses that are timely filed, served, and received prior to the Objection Deadline will be considered at the Proposed Hearing. Failure to file a timely objection may result in entry of the Bidding Procedures Order as requested by the Debtors.

5. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

6. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

7. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: May 17, 2023
New York, New York

/S/ John P. Mastando III
UNITED STATES BANKRUPTCY JUDGE